

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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ALFRED FAIT, Individually and on Behalf of	:
All Others Similarly Situated,	:
	:
Plaintiff,	:
	:
v.	:
	:
REGIONS FINANCIAL CORPORATION, et al.,	:
	:
Defendants.	:
-----	X

Civil Action No. 1:09-cv-3161 (LAK)  
ECF Case

**JOINDER OF THE UNDERWRITER DEFENDANTS TO THE  
REGIONS PARTIES' REPLY MEMORANDUM IN FURTHER SUPPORT  
OF THEIR MOTION TO DISMISS THE FIRST AMENDED COMPLAINT**

Defendants Merrill Lynch, Pierce, Fenner & Smith Incorporated, UBS Securities LLC, Citigroup Global Markets Inc., Wachovia Capital Markets, LLC, Morgan Stanley & Co., Incorporated, and Morgan Keegan & Company, Inc. (the "Underwriter Defendants") respectfully submit this Joinder to the Regions Parties' Reply Memorandum in Further Support of Their Motion to Dismiss the First Amended Complaint (docket number 49, the "Regions Reply").<sup>1</sup> The Regions Reply was filed on January 20, 2010. The Underwriter Defendants also joined in the Regions Parties' Motion to Dismiss the First Amended Complaint and the Memorandum in Support Thereof (together, the "Regions Motion").

Accordingly, the Underwriter Defendants join in the Regions Reply and reserve all rights to be heard before this Court with respect to the Regions Motion, the Regions Reply, and the First Amended Complaint. The Underwriter Defendants respectfully request that this

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<sup>1</sup> The Regions Parties are defendants Regions Financial Corporation, Regions Financing Trust III, C. Dowd Ritter, Samuel W. Bartholomew, Jr., George W. Bryan, David J. Cooper, Earnest W. Deavenport, Jr., Don DeFosset, James R. Malone, Susan W. Matlock, Charles D. McCrary, Claude B. Nielson, Jorge M. Perez, Lee J. Styslinger, III, Spence L. Wilson, and John R. Roberts.

Court grant the Regions Motion and dismiss all claims against the Underwriter Defendants with prejudice.

Dated: New York, New York  
January 20, 2010

Respectfully submitted,

**MILBANK, TWEED, HADLEY & M<sup>c</sup>CLOY LLP**

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